

EXHIBIT I

**HOECHST MARION ROUSSEL
NORTHEAST REGION
JOB PERFORMANCE REVIEW**

CONFIDENTIAL

Sales Representative: Bill Byrd **District Manager:** Deb Edmunds

Rating Period: 1999

A. Total Performance Review

- Accomplishments/Results as measured against the Business Plan.
- Specific, performance-based feedback should be given on each of the core competencies.
- Feedback should be taken from quarterly feedback, work-withs/1:1 reports, meetings, and other contacts with the associate.
- Feedback should focus on the total job performance.

B. Performance Feedback (Strengths and Opportunities)

- This feedback should be on an overall summary of the Total Performance Review.
- Feedback should consist of a general summary of performance (one or two paragraphs) accompanied by a list of the associate's strengths and areas of opportunities.

My signature indicates that my supervisor has discussed this evaluation with me and that I have had the opportunity to ask any questions and make comments.

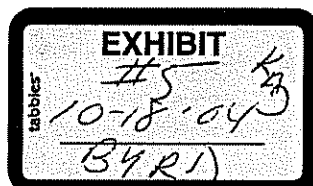
William F. Byrd

Associate's Signature

5/4/00

Date

2/10/99



DEF00067

PERFORMANCE REVIEW

CONFIDENTIAL

Needs to be performance based and driven by each of the core competencies.

- **Selling Skills:** Bill's team finished the year at 103% of their Allegra family goal and 118% of their Amaryl goal, therefore achieving 110% ring index. Bill is assertive in the offices and knows most of the key personnel. A particular strength for Bill is that he consistently asks for the business. He has been working on improving several SSD skills during the past year. Some areas of opportunity for Bill are to ask more advanced probes (which include open-ended questions) to uncover a physician's buying motive. Also, Bill needs to be more responsive to the physician's cues and be prepared to deliver a smooth response.
- **Product Knowledge:** Bill has been working on his clinical knowledge and has improved his understanding of Amaryl. His goal this past year was to read more Diabetes trade magazines and to review clinicals. His Amaryl knowledge has improved and his Allegra knowledge is good. He has been proactive in obtaining the product monographs for the competitors Avandia and Actos, so he can continue to educate himself on the diabetic market.
- **Interpersonal Skills:** Bill treats customers and his peers with dignity and respect. He has a good rapport with his quad teammates and actively participates and initiates programs within his territory. An example of this is a plaque from the Greater New Bedford Community Health Center Sixth Annual Golf Tournament that Bill was responsible for organizing. An area of improvement for Bill is to become more of a role model for the company. One example is when Bill was speeding in a school zone when I told him to slow down. His response was that there were no police watching and he did not slow down to the posted speed limit. I proceeded to tell him that he was driving a company car and therefore he needs to be responsible for obeying both the speed limit law and the Company's policy. Bill and I discussed this in detail and he understands the importance of adhering to company policy.

2/10/99

DEF00068

- **Territory Management:** Bill has a thorough understanding of his territory and is knowledgeable about the managed care business in his area. He utilizes Allegra's preferred status to enhance his sales call. He has done a very good job of developing advocates for both Allegra and Amaryl. Bill's territory has a very high Allegra volume and therefore requires a large number of samples. An area of opportunity is for Bill to be more proactive in managing the number of samples he receives until the next shipment. He routinely runs out of samples before exhausting his efforts to transfer-in samples from another representative.
- **Targeting/Analysis:** This is an area of strength for Bill. He has specific physician lists of Amaryl and Allegra targets. He does a very good job of calling on the high decile physicians to drive his business. He uses CIS and DSS effectively to develop sales strategies. Bill could take his analysis skill to a higher level by tracking his high potential physician's sales numbers and ROI through clustering.
- **Teamwork:** Bill is a cooperative member of his quad team and the District. He meets monthly with his group as required, and more often if needed. He has shared success stories with his peers, so they may be able to benefit from his sales ideas in their territory.
- **Planning and Organization:** Planning and organizing is another strong competency for Bill. He is able to plan his day and week to revolve around the most important physicians. This allowed Bill to achieve 8.4 calls per day on physicians.
- **Leadership:** Bill's immediate goal is to become an MDA, which we have discussed with the Regional Director during a field visit. Bill comes to Aventis with previous management experience in telesales. An area of opportunity for Bill is to become more of a leader within his quad team and the District. Bill can achieve this by becoming more vocal at meetings and being a role model for other representatives through his product knowledge and sales ability. Bill has offered to present material to his peers at upcoming meetings, which will be a goal in the year 2000.
- **Personal Development:** Bill is very goal oriented and has written down his objectives and goals for the year. His main goals for 1999 were to attain ring, win a sales award, become an MDA (in 2000) and achieve 10 physician calls per day and 3 pharmacy calls per day. He also listed approximately 25 program ideas. Although Bill has great plans and aspirations, his follow-up was not as thorough as it could have been to achieve these goals.

2/10/99

DEF00069

CONFIDENTIAL

Business Trends Results:

- **Sales Results:** Allegra: 103%
Amaryl: 118.0%

- **Call Activity/Targeting:** 8.4 physician calls/day
1.33 pharmacy call/day

- **Sample/Budget Management:** Bill had the most sample variances within the District in 1999. After he and I worked with samples administration, the reason for the variances were due to quantities of samples being incorrectly entered into the computer, coupled with many paper forms which were not entered. The goal is to use as few paper forms as possible to avoid this situation. Bill had the highest percentage of paper forms used in the District (34%).

Strengths

- Rapport
- Planning and Organizing
- Territory Management
- Teamwork
-
-
-
-
-
-

Opportunities

- Sample Management
- Refining SSD Skills
- Leadership
-
-
-
-
-
-
-

2/10/99

DEF00070

CONFIDENTIAL

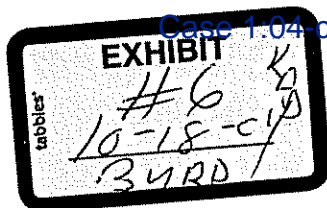
SUMMARY OF OVERALL PERFORMANCE

General Summary: Bill has high expectations of himself as a sales person. He sets goals and objectives that he strives to meet through teamwork and territory planning. Bill and his quad grew their business while beginning the year with an extremely high base. His product knowledge has noticeably improved throughout the year. Bill needs to move towards his goal of becoming an MDA by focusing on taking his skill set to the next level.

2/10/99

DEF00071

EXHIBIT J



FIELD SALES REPRESENTATIVE MID-YEAR PERFORMANCE PLAN ASSESSMENT

Associate Name	William M. Byrd	Date	9/18/00
----------------	-----------------	------	---------

Time in this Position	3 years 1997 (month/year)	Evaluation Period	_01/00 -8/00_ (mo/yr to mo/yr)
-----------------------	------------------------------	-------------------	-----------------------------------

Core Competency - PRODUCT KNOWLEDGE

- Has a thorough knowledge and understanding of the fields of therapy for all promoted products
- Knows the MOA and hemodynamic effects of key competitors in order to effectively compare and contrast with promoted products
- Has a thorough knowledge and understanding of clinical trials and uses appropriately as proof sources
- Takes initiative to learn new technical and competitive information and selling strategies
- Presents technical information in a conversational manner

COMMENTS	Mastery	High	Moderate	Basic	Below Basic Expectations
----------	---------	------	----------	-------	--------------------------

Associate Assessment:

I have showed great improvement in the category of product knowledge and a very good understanding of my assigned products. Being able to explain the MOA's of Amaryl and Allegra in a technical manner. I have shared new information with my asso: eg. Dr J Costa an allergist has written a paper on Allergy. Title Mast - Cell - Leukocyte cytokine cascades in allergic inflammation. Shared w/ my teammates PCP 1,3,4

Manager Assessment/Comments:

Bill demonstrates a basic understanding of Allegra, Amaryl and the competition. An example of this was observed during a field visit when he referred to the Howarth clinical as Allegra vs. Loratadine. I corrected him and said the study was Allegra vs. Ceterizine. He questioned this and I corrected him and explained the study was Zyrtec vs. Allegra. He presents information in a basic format and often confuses wording during a detail. An example of this is making a statement to a tough to see physician instead of trying to
--

engage her in a conversation. On the last field visit I observed him saying that the physician can use Amaryl in conjunction with insulin or Amaryl, instead of saying in conjunction with insulin or metphormin. These are examples of statements that have occurred on several occasions during previous field visits.

DEF00176

CONFIDENTIAL

Core Competency - SELLING SKILLS

- Incorporates Systematic Selling Dialog skills throughout all selling activities
- Has ability to respond to cues of the customer
- Is persistent, creative, and resourceful when approaching negotiating/selling situations
- Is able to resolve conflict so that all parties win by using strong negotiation and problem solving skills
- Ability to identify key decision makers
- Achieves mutually beneficial results in strategic and business development

COMMENTS	Mastery	High	Moderate	Basic	Below Basic Expectations
----------	---------	------	----------	-------	--------------------------

Associate Assessment:

I've have demonstrated my SSD skills during my selling activities, I am ale to present
The feature benefits compare and close all within a good dialogue discussion. I have
Demonstrated the solid techniques of developing a strategic and tactical sales plan and
Implementing, to achieve good sales results

Manager Assessment/Comments:

Bill has been in the territory for 3 years and is not being persistent in targeting the key physicians. During a field visit we called-on a decile 3 physician who told us during the conversation he was losing over 50% of his business due to managed care. This physician should not be a primary target. There were several higher decile physicians in the building that Bill had no call history on, so I took him into those offices. He said one of those doctors was no-see, yet he showed no creativity in trying to access that physician by leaving studies, seeing him in the hospital, etc.

DEF00177

Core Competency - INTERPERSONAL SKILLS

- Treats people with dignity and respect
- Develops reputation as being credible, reliable, and trustworthy
- Builds rapport through cultivating relationships with people
- Earns respect of customers, peers, and competitors, and management
- Exhibits appropriate sensitivity to feelings of others
- Listens effectively
- Is flexible and adapts to company and industry changes

COMMENTS	Mastery	High	Moderate	Basic	Below Basic Expectations
----------	---------	------	----------	-------	--------------------------

Associate Assessment:

I have maintain a high standard of cultivating and establishing look term relationships
Within my chosen field of endeavor. I treat people with respect and dignity and I expect to be treated in the same accord. I have developed a strong relationship with my asso: by sharing ideas and solutions, also with some of the Health care professionals in my terri:

Manager Assessment/Comments:

Bill has built some strong rapport with certain physicians in the territory. He does not always listen well and is difficult to coach.

DEF00178

Core Competency - TERRITORY MANAGEMENT

- Coordinates and utilizes resources toward fulfillment of desired objectives
- Includes mirrored PCP counterparts in all issues, changes and decisions that are common to the overall performance of the territory
- Understands and acts upon current issues within the marketplace relative to managed care, pharmaceutical industry, and national healthcare trends
- Possesses knowledge of the institutional influence within territory
- Takes initiative to understand potential opportunities and changes within the marketplace
- Builds and develops advocates

COMMENTS	Mastery	High	Moderate	Basic	Below Basic Expectations
----------	---------	------	----------	-------	--------------------------

Associate Assessment:

I utilized all the available resources that are given to me CIS,DSS and the expertise of my asso: I've recognized changes within my terr. And have adapted to meet the ever-changing challenges before me. I remain flexible to management decisions

Manager Assessment/Comments:

Bill and his team have not had consistent monthly meetings as directed by the area managers and does not send updates on the meetings to the AM's as requested on several occasions. Bill does not have a strong institutional influence in his territory, but has worked hospital displays. He is first or second in the District for the amount of opportunity funds spent. I have not yet seen clear documentation of ROI on these numerous programs.

DEF00179

03/18/2005

Core Competency - TARGETING/ANALYSIS

- Able to identify targeted customers through the use of DSS
- Knows their competition and respective products, tactics and marketing strategies
- Balances analysis and the resulting action plans
- Maintains TIM certification
- Knowledge of territory performance and promoted products
- Knowledge of computer analysis and application
- Call activity
- Sales results by product

COMMENTS	Mastery	High	Moderate	Basic	Below Basic Expectations
----------	---------	------	----------	-------	--------------------------

Associate Assessment:

Due to the shifting dynamics of our current market, I have been able to not only identify targeted physicians by decile ,ocv but also by volume along with clustering various
Hth Care Pros. I have been flexible I the maintenance of my business plan, so that I may be successful in Sales Leadership. This done by utilizing all available data within the TIM system and Terri: knowledge

Manager Assessment/Comments:

Bill has a basic understanding of DSS and runs his territory by "Y" targets and OCV on Tim Jr and decile on DSS, after having been given the direction on several occasions to target physicians by highest volume. His call activity is at 8 calls per day and the company goal is 8.5 calls per day on high volume physicians. His territory through June is 107% for Allegra and 91% for Amaryl, which results in an overall ring index of 102%.

DEF00180

CONFIDENTIAL

Core Competency - TEAMWORK

- Is committed to team approach
- Understands and participates as a member of assigned teams. Appreciates the benefits and opportunities teamwork brings to the business
- Effectively carries out assignments/duties/responsibilities assigned as a team member
- Demonstrates appropriate interaction across Field, Institutional, Professional Education, and Account Management teams
- Communicates with sales associates and management
- Demonstrates importance of mirrored team concept by being a proactive participant on the mirrored territory team
- Assists in gaining access for all team members with shared physician/other customers

COMMENTS	Mastery	High	Moderate	Basic	Below Basic Expectations
----------	---------	------	----------	-------	--------------------------

Associate Assessment:

I have worked with my asso PCP 1,3,4,5,6 and other Adventis Reps. I have participated in a number of Speaker programs as well as covered for my asso due to illness, I've also encourage others to participate with in are group meetings and sales functions. I've shared my knowledge of my terri: to help my asso: gain access for hard to see Dr,s.

Manager Assessment/Comments:

Bill participates in programs with his team. He recently had a conflict with his PCP 6 counterpart regarding which representative should call on Dr Reddy. There was animosity between Bill and this representative for months until his AM gave direction to work with his PCP6 representative for the good of the territory. They have recently resolved their teamwork issues.

DEF00181

CONFIDENTIAL

Core Competency - PLANNING AND ORGANIZING

- Effectively utilizes Strategic Performance Planning to establish personal development and business goals
- Plans, organizes, and monitors activities according to priorities
- Establishes and meets schedules, deadlines and goals
- Administration and reporting is accurate and timely
- Focuses selling efforts, sample distribution, and budgetary allotment accordingly
- Follows all call reporting and pre/post-call processes to ensure maximum impact of the mirrored team concept

COMMENTS	Mastery	High	Moderate	Basic	Below Basic Expectations
----------	---------	------	----------	-------	--------------------------

Associate Assessment:

I am effectively organized to meet the demands of my Terri: for efficient management
And successful implementation of Business Plan. This also helps in meeting the team
Goals for success. I have been very aware of my sample distribution which is well within
Our co. requirements. I how ever need some guidance to achieve some of my requested
Goals for management.

Manager Assessment/Comments:

Bill does not consistently record pre/post call notes immediately following a call. His notes seldom include pertinent detailed information such as a dominant buying motive and plan of action, along with specific information of what occurred during the call. This has been discussed during numerous work withs and district meetings. Bill administrative work is not always timely or accurate. For example, this mid year performance review was late and I had to call Bill to email it to me.

DEF00182

Core Competency - LEADERSHIP

- Maintains high standards for self
- Demonstrates appropriate judgment in the face of ambiguity and change
- Is professional in image and behavior, a role model
- Is able to achieve results through others without line authority

COMMENTS	Mastery	High	Moderate	Basic	Below Basic Expectations
----------	---------	------	----------	-------	--------------------------

Associate Assessment:

I meet all of the above leadership core competency requirements. I have helped my Asso:
An understanding the Terr. we are responsible for, along with providing innovative
Solutions for sales success

Manager Assessment/Comments:

Bill is not always appropriate in his behavior and is not considered a role model by other members of the District. He has made remarks in front of a Regional Director during a field visit on subjects that were not appropriate. He is not a role model for leadership because he does not possess high quality core competency skills.

Associate

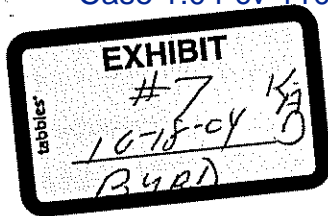
Date

District Manager

Date

DEF00183

EXHIBIT K



**Aventis Field Sales
45 day Performance Plan**

Associate: Bill Byrd

Date Reviewed: September 18, 2000 -
October 30, 2000

Quarter: 1 2 3 4

Performance Plan
Competency:

Sales Associate: Bill Byrd District
Manager: Deb Edmunds

Developmental Goal	Tactics	Resources Needed	Completion Date	Results
<u>Product Knowledge</u>				
1. AMARYL	a. Review clinicals - strengthen product knowledge. Review Amaryl manual and Glucotrol XI PI	Schade and Campbell	October 30 October 1	Take Amaryl exam and achieve 90% or greater. Written synopsis of how you incorporate clinicals into calls.
2. ALLEGRA	a. Review clinicals and Allegra manual and Claritin PI and Zyrtec PI	Howarth and Sussman	October 30 October 1	Take Allegra exam and achieve 90% or greater. Written synopsis of how you incorporate clinicals into calls.
<u>Selling Skills</u>				
1. AMARYL	a. Continue to focus on comparing to XL	Compare PIs	October 1	Send AM email with 5 features and benefits of Amaryl vs. Glucotrol XL
2. ALLEGRA	a. Continue to compare Claritin/Zyrtec to Allegra - perfect stand-up call b. role play w/AM	PIs, clinicals, visual aids	October 1 October 30	 AM observation

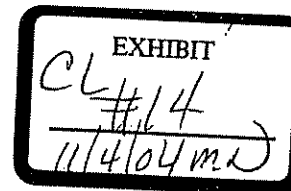
DEF00570

3. SSD	a. Open-ended probes to find dominant buying motive (DBM) and tie features to benefits	Review SSD manual	September 22	Audiotape 2 Allegra and 2 Amaryl calls daily and send AM audiocassette weekly on Fridays
	b. Closing – specific to doctor instead of current generic closes “start next 5 patients on Allegra,” which is not effective.	Practice closing specific to dbm	September 22	Develop 2 strong closes for Allegra and 2 for Amaryl, which you will use daily. Email to AM.
	c. Cue driven responses	Listening skills	October 30	Observed field visits
<u>TERRITORY MANAGEMENT</u>				
	a. Increase call average to physicians to 8.5 calls per day	USC Info Center Reports	Start Immediately & sustain	Send to AM weekly on Fridays
	b. Work 8 a.m. to 5 p.m. in territory – not including commute time	Activity Reports	Start Immediately & sustain	
	c. Call on high volume physicians, defined as decile 6 or above with the vast majority being decile 8 – 10.	USC Info Center Reports on Reach and Frequency Tim Jr	Start immediately & sustain Start immediately & sustain	Send AM weekly call activity on email for the previous week. Due every Friday. CIS computer
<u>SAFETY</u>				
	d. Record all call notes immediately following the detail and include DBM and POA.	Observed field visits and no safety violations	Start immediately & sustain Start Immediately & sustain	
	a. Obey the speed limit and traffic laws	Observed through field visits		

	b. Keep samples in the trunk and items out of the rear window so the view is not blocked. Observe sample guidelines and SOP.			
--	--	--	--	--

DEF00572

EXHIBIT L



Memorandum

TO: Deb Edmunds
FROM: Chris List
SUBJ: Notes from Bill Byrd Day In The Field - October 27
DATE: November 11, 2000
CC:

- Met in New Bedford at 8:00 AM - left immediately to see Dr. John McGuire, an Allergist at Allergy Associates. Introduced as key customer group with Dr. McGuire being the newest to the group. Introductions indicated that Dr. McGuire was expecting us. Focus of conversation was on Zyrtec and use in CIU. Dr. McGuire indicated that he used very little Zyrtec due to sedation and was using higher dose Allegra for urticaria. When challenged for clinical information, Bill presented Howarth.
- Staff in office seemed to know Bill, although there was not an overwhelming sense of welcome. Dr. Goldstein acknowledged us as we waited for Dr. McGuire. Not a strong "Allegra" presence in the office. Returned to office with Mrs. Fields cookies - I did not go back with him due to a phone call.
- Hawthorne Medical - second visit of the week. Had been in earlier in the week to do a lunch. Was returning as a follow up reminder. "Eye of the Tiger" for keeping your "eye on glucose control" with Amaryl. All calls for Amaryl were standup reminders - one-liners. Everyone in the office referenced being "deputized" earlier in the week. Staff was much more familiar with Bill in this office. A number of the nurses commented on Bill's creativity with marketing programs, as did Dr. Henderson.
- Kate Treadup, RNP, Dr. Sawyer, and Dr. Scott Henderson - Amaryl only, no Allegra.
- Dr. Hunt office - no see. Attempted to see through the window. No familiarity with the staff. Became agitated when told no, that dr. would not see him. "Do you think you could ask?" Bill stated that he had seen the doctor once before, yet had very little knowledge or sense of the office. No attempt to build good will or discussion with the staff.
- Waited in Mackler and Houghton office for @ 20 minutes. Told to come back later and day and would be seen. Houghton stuck his head out the door and indicated that he was expecting Bill. Left due to lunch appointment.
- New Bedford ENT. Dr. Landes, et al. First time lunch appointment with group. Used creative approach in getting staff to discuss Allegra and focus on Allegra D. Hard to distinguish relationship with the office. Bill said that he had spent time in the office, but not with Dr. Landes. Kelly, nurse in office, uncomfortable during discussion about animals.
- Toby, PA in the office joined us first for lunch. She plays a significant role in the practice in care of patients and wanted to discuss Allegra in depth. Her focus was primarily on the managed care status. When she questioned Bill regarding the formulary status in Mass, he fumbled a bit and wasn't very clear on tier coverage for each of the plans. When explaining the prior authorization process for Tufts, Toby questioned whether the patients had to have failed other treatments first. Bill's response was "It depends on your ethics." At another point in the discussion regarding combination products, he stated to Toby that "I am not telling you that you are wrong" She was noticeably uncomfortable in both situations
- In speaking with Dr. Landes, Bill focused primarily on Allegra D, despite being told a number of times by the physician that he did not like combination products and was moving away from them.

Case 1:04-cv-01082-DWM Document 25-7 Filed 03/18/2005 Page 23 of 36
Bill's point with Allegra D is "It now works in 45 minutes instead of 60."
Bill and I then had a late lunch so that I could leave him ample time for discussion as he had indicated earlier in the day that he wanted to do so. He again tried to reference his and Deb's "conflicting perspectives". When I asked for further clarification, he hedged and said he didn't feel that "he could bring it in to the conversation without being judged" but wouldn't say what it is. My response was that he either had to be more specific with examples or to stop making broad statements of judgment.

- As we focused the conversation, he agreed that there were competency areas in which he did need to focus. He admitted to many of Deb's observations, but also did continue to question the fairness of the midyear evaluation, particularly the areas that questioned his integrity and knowledge. He referenced his pride and ego being damaged and again brought into question the issue of Deb seeking out his teammates to look for damaging information. Our discussion made it evident that he had not listened completely during our earlier meeting, as he was misinformed in certain areas. I let him know that he would need to continue to work with Deb and to build a performance plan to address the areas of need. He referenced "Attitudes", particularly his own and feedback he had been given in the past related to how people perceive him, which is difficult at times. He purchased a book on the topic since our discussions and had read it. We discussed 360 feedback as an additional tool, which he was cautiously open to. We agreed to reserve the follow-up discussion until Deb, Bill and I could sit down together.
- Potts/Gossart - final call of the day at 3:45pm. (Missed Mackler and Houghton on the return). Each a standup call on either Amaryl or Allegra. No use of visuals - focused on presenting marketing message, little conversation with customer.
- Access very good, with exception of one office. Bill was able to get into some very busy offices with very little difficulty. He always had a reason - something in hand to see the physician.
- No discussion or reference during the day, by either Bill or the offices, to his team. Conspicuously absent from the discussion.
- Competitive "live" samples on the floor of his car. -Vragra
- Referenced Dr. Mackler as being part of his journal club. Referred to it as an ongoing program.
- "My wife tells me that I am a male chauvinist - that my ego often clouds my judgement"
- Refs highschool football games in the fall. Games are at 5:30-6:00, often great distances from training

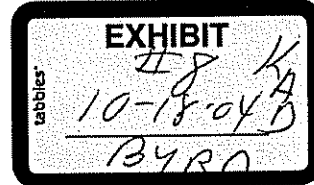
EXHIBIT M

Aventis

Memo

CONFIDENTIAL

To: Bill Byrd
From: Deb Edmunds
CC: Maillet Minassian; Chris List
Date: 11/14/00
Re: Warning Letter



Written Warning regarding Expectations as a Sales Associate

As a follow-up to our meeting with Chris List on September 25, 2000, I want to review the points we discussed regarding expectations as a field sales associate with Aventis. This letter is a **Written Warning**, summarizing the expectations I shared with you.

Bill, we have had conversations regarding expectations. The following are concerns that I have communicated:

- Lack of communication to your manager concerning activities in your territory
- Lack of monthly team meetings and notes from your monthly Quad meetings
- Lack of entering call notes for every detail immediately following the call
- Lack of and inaccurate recording of personal miles
- Violation of the anti-kickback policy in regards to your journal club
- Safety violations with the gas tank overflow incident as well as samples stored in the back seat blocking most of your rear view window
- Not working in your territory from 8:00 am. to 5:00 p.m. Monday through Friday (not including commute time)
- Daily transmission of call activity to home office
- Weekly email to your manager with the previous week's call activity
- Satisfactory knowledge of Aventis' promoted products and their competitors, as well as appropriate verbiage during sales presentations

This memo requires you to fulfill all of the above expectations and failure to do so will result in further disciplinary action, up to and including termination. Attached for your immediate review are the following policies from Aventis: Promotional Guidelines Policy 002; General Territory Operations Policy

005; Physician Activities Policy 007; Sales Representative Position Core Competencies and the Market Meeting Guidelines for a Sales Representative.

The following are the administrative expectations for all Aventis associates including those associates reporting to me:

- Check voice mail 3 times daily. Once in the morning prior to the business day-8:00 am; once in the middle of the day-11:30 am to 2:30 pm; and at the close of the business day-5:00 pm or after.
- Submit Pay Mail expenses at the end of each week. This should be done by noon on Saturday.
- Check and read e-mail 3 times per week.
- Update time out of territory each week. This should be updated and transmitted with weekly call data. Prior approval for time out of territory except, in the case of an emergency, is required.
- Transmit call data each day.
- Be in your territory from 8:00 a.m. to 5:00 p.m. Monday through Friday. Notify area manager in advance of any and all out of territory time, unless it is a medical emergency, in which case area manager should be notified within a half hour of the time you should have otherwise began work. Out of territory time will be recorded in the proper place in your computer. Also, you should request in advance and in writing, through e-mail, any out of territory time for personal time. This is contingent upon manager approval.
- Send the weekly activity report post marked or faxed by noon Sunday.
- Inventory must be reconciled at the end of each quarter utilizing the TIM/CIS system.
- Data must be kept current. Update the CIS and DSS information when available. This should be done the day of notification if possible. The day after notification is the deadline.
- Receive 90% or above on product knowledge exams. Give accurate information to physicians and staff.

I will work with you to achieve these goals in your territory, but you must take responsibility for your performance. If you have difficulty understanding the list of expectations, please call me for a more detailed explanation. Please review the expectations outlined in this letter. If you need more clarity on these expectations you need to call me. Failure to dramatically improve and sustain your administrative responsibilities or to otherwise maintain a satisfactory level of performance may lead to further discipline up to and including termination.

I have read the above and understand what is expected of me.

Associate Name

Date

EXHIBIT N

Performance Status Discussions

Managers should use this form to document the mid-year review and any additional performance update discussions, noting new skills or responsibilities, or performance shortfalls. If any changes in key personal goals have occurred, detail the changes here and update the annual performance planning document appropriately. It may be helpful to the discussion to have the associate complete this form and send it to you prior to the meeting.

Mid-Year Review Discussion

Date: September 5, 2001

Discussion Themes:

- Administrative Duties and Communication with Area Manager
- Product Knowledge
- Selling Skills
- Call Activity
- Update on Warning Letter

Comments: See page 2 of this mid-year review

WMB
Associate Initials

DE
Manager Initials

DEF00577

Additional Discussion

Date:

Discussion Themes:

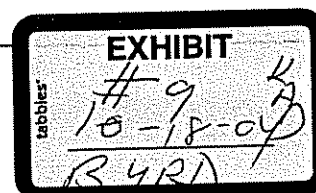
Comments:

Additional Discussion

Date:

Discussion Themes:

Comments:



Administrative Duties: Monthly POD recap notes, it was my understanding that the Pod notes were being sent, I should have followed up with those duties myself. I will be providing you with the recap monthly. Personal miles will be recorded to and from my territory as requested.

CONFIDENTIAL

Call Activity: My reach and frequency is very good with both high decile and volume Physicians, this will continue

Daily Transmission: I contacted the ETM support desk for help in this matter, they have informed me that there is no record kept for daily transmission errors, over the time frame stated, I know I had errors in transmitting. I did find in my own records that three dates stated April 4, and June 8, 15 are in error; I can provide copies for these dates. Without transmission data I cannot fully explain those dates in question. What I can and will do in the future is to provide a copy of my errors when transmitting.

Product Knowledge/ Sales Skills: I have continued to work and improve my product knowledge with my clinical and communication skills with my Physicians.

Communication: I will heed to all communication request and policy 500- I had registered 4-5 times for the January meeting and spoke with at least three different individuals and received confirmation each time. ARI, and I had asked home office personnel to check had paid parking ticket. They did inform me of both checks being sent.

DEF00578

Overall Assessment

Use this section to summarize the associate's overall performance of key goals, day-to-day accountabilities, living the . entis Pharma values and culture and, if a manager, performance of people responsibilities.

Associate's Assessment

CONFIDENTIAL

DEF00579

Administrative Duties: Bill has been timely with his emails and voicemails and responds to both in an appropriate time frame. Bill has not provided monthly meeting recap notes from his POD team meetings for January, March, April, May, June, (no meeting in July), and August. Bill has been recording personal miles below 10 miles for most weeks, whereas he does not live within a few miles of his territory.

Call Activity: Bill has high reach and frequency on his top decile physicians. Call summaries are not being emailed by Sunday of the week-ending as required. Also, the weeks of Feb 22, March 26, April 9, April 23, May 13 and July 9 are missing, and I do not have them recorded as sick or vacation time. From January 1, 2001 – June 22, 2001, Bill has not transmitted the following days, which do not appear to be vacation, sick or meeting days: Feb 8,9,14,20,27; March 6,7,9,12,14,21; April 4,5,6; May 21,24; June 8,15,18.

Product Knowledge/Sales Skills: Bill did well with his Lantus product knowledge at the April POA and scored above a 90%. He also was prepared for the POA meeting and passed sales certification for Lantus product knowledge. I have observed his product knowledge in the field this year and it has been correct. Bill received a 91% on the Aventis policy exam.

Communication: Bill did not inform me of a sample variance of over \$3,500 in May 2001. I verbally told him on February 14, 2001 to reconcile his samples weekly to avoid a variance. I found out about the variance from a home office memo. This is his second major sample variance in two years. Bill ordered 8 self-inking Lantus stamps at \$45 each for a total of \$340 from Staples, after the RD told the District during the POA the company would provide those stamps. Lantus self-inking stamps are now available through the company for approximately \$5 each. This is a violation of policy 500 regarding home made materials, as well as a very poor use of opportunity funds. Also, Bill received an urgent voicemail and email from home office travel because he did not register for the January meeting. Bill did not inform me of an overdue parking ticket until I was copied on an email from home office.

Development Activities

Describe development activities planned to address the key challenges for the associate or areas that can be improved. Identify the development need and the action plan.

See Final Written Warning Letter

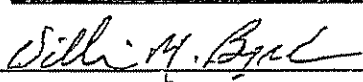
DEF00580

CONFIDENTIAL

I have had the opportunity to review and discuss this performance appraisal with my manager, and I (check one)

☐ do ☐ do not request further review with my second-level manager.

Signatures



Associate

9/10

Date



Manager

9/13/01

Date

Second Level Manager

Date

DEF00581

Case 1:04-cv-11032-DPW Document 25-7 Filed 03/18/2005 Page 38 of 36

Reconciliation Date	Year/Qty	Product	Entered Qty	Variance	Variance Amount
9/8/2001 07:42:32	2001/3	Alleg 180 Ready Relief	0	0	\$0
		Alleg 30mg 30 ct tabs	0	0	\$0
		Alleg 60mg 30 ct tabs	24	24	\$742
		Alleg 60mg 30ct caps	0	0	\$0
		Allegra 180 30ct btl	0	-2	\$-103
		Allegra 180mg 30x1	216	0	\$0
		Allegra 180mg 6ct btl	0	0	\$0
		Allegra 30mg30x2	58	0	\$0
		Allegra 60mg (32x6)	0	0	\$0
		Allegra 60mgCp30x2	0	0	\$0
		Allegra 60mgTb30x2	168	0	\$0
		Allegra D (30x2)	312	0	\$0
		Allegra D 30 Ct	18	18	\$535
		Amaryl 2mg (1x7)	100	0	\$0
		Amaryl 2mg (30ct)	0	0	\$0
		Amaryl 4mg (1x7)	150	0	\$0
		Lantus 10ml Vial	0	0	\$0

CONFIDENTIAL

DEF00582

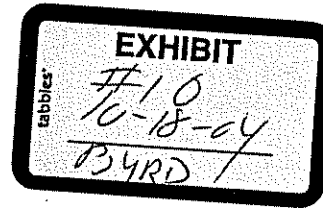
EXHIBIT O



CONFIDENTIAL

Memo

To: Bill Byrd
From: Deb Edmunds
CC: Mailet Minassian; Gary Kiesel
Date: 9/5/01
Re: Final Warning Letter



Final Written Warning

On November 14, 2000, I gave you a Written Warning, in which I outlined aspects of your performance that were below expectations, and described performance expectations that you were required to meet. Since then, you have made progress toward meeting some of the expectations, but several of the expectations remain unmet. In addition, I learned that you recently exceeded Aventis' entertainment expense guidelines, as well as recording the expense inaccurately. Accordingly, in order to focus your effort on meeting all performance expectations, and on the need to comply with all Aventis policies, including the entertainment guidelines, I am giving you this Final Written Warning.

Of the aspects of your performance that I told you in your Written Warning were below expectations, your performance on the following five matters is still below expectations:

- Lack of monthly team meetings and notes from your monthly Quad meetings.
- Daily transmission of call activity to home office and absent weekly call summary reports.
- Inaccurate recording of personal miles.
- Lack of entering call notes for every detail immediately following the call.
- Policy Violations: Violation of policy 500 regarding home made materials
- Lack of communication to your manager concerning activities in your territory.

In addition to the items noted above, your performance in the following areas are also below expectation:

- Sample variance of over \$3500 was not communicated to me, except from home office
- No communication from you regarding a parking ticket and registering for a meeting.
- Poor return on investment by spending \$45 on 8 rubber stamps, when the RD told the District he would send the Lantus stamp through copy approval and the stamp now costs \$5.

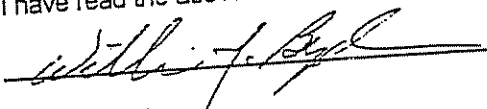
- Exceeded expense guidelines by spending \$1,000 on a fishing trip for five physicians. Some of the physicians who were invited did not show, however, the expense was recorded incorrectly under General Selling "other" instead of a specific Group Selling event with an explanation of actual attendees vs invitees.

The following are the administrative expectations for all Aventis associates including those associates reporting to me:

- Continue to check voice mail 3 times daily. Once in the morning prior to the business day-8:00 am; once in the middle of the day-11:30 am to 2:30 pm; and at the close of the business day- 5:00 pm or after.
- Submit Pay Mail expenses at the end of each week. This should be done by noon on Saturday.
- Check and read e-mail daily.
- Update time out of territory each week. This should be updated and transmitted with weekly call data. Prior approval for time out of territory except, in the case of an emergency, is required.
- Transmit call data each day.
- Send the weekly call summary report via email by Sunday.
- Inventory must be reconciled at the end of each month utilizing the TIM/CIS system.
- Data must be kept current. Update the CIS and DSS information when available. This should be done the day of notification if possible. The day after notification is the deadline.

I will work with you to achieve these goals in your territory, but you must take responsibility for your performance. If you have difficulty understanding the list of expectations or need more clarity on these expectations you need to call me. Failure to dramatically improve and sustain your administrative responsibilities or to otherwise maintain a satisfactory level of overall performance may lead to further disciplinary action, up to and including termination of employment. Since you are on final written warning, you will not be eligible for third and fourth quarter bonus.

I have read the above and understand what is expected of me.



Associate Name


Date

DEF00587